

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

GENOVA BURNS LLC

Daniel M. Stolz, Esq.
Donald W. Clarke, Esq.
Gregory S. Kinoian, Esq.
dstolz@genovaburns.com
dclarke@genovaburns.com
gkinoian@genovaburns.com
110 Allen Road, Suite 304
Basking Ridge, NJ 07920
Tel: (973) 467-2700
Fax: (973) 467-8126
*Proposed Local Counsel for the Official Committee
of Talc Claimants*

BROWN RUDNICK LLP

David J. Molton, Esq.
Michael S. Winograd, Esq.
dmolton@brownrudnick.com
mwinograd@brownrudnick.com
Seven Times Square
New York, NY 10036
Tel: (212) 209-4800
Fax: (212) 209-4801

and

Jeffrey L. Jonas, Esq.
Sunni P. Beville, Esq.
Eric R. Goodman, Esq.
jjonas@brownrudnick.com
sbeville@brownrudnick.com
egoodman@brownrudnick.com
One Financial Center
Boston, MA 02111
Tel: (617) 856-8200
Fax: (617) 856-8201
*Proposed Co-Counsel for the Official Committee of
Talc Claimants*

OTTERBOURG PC

Melanie L. Cyganowski, Esq.
Adam C. Silverstein, Esq.
Jennifer S. Feeney, Esq.
mcyganowski@otterbourg.com
asilverstein@otterbourg.com
jfeeney@otterbourg.com
230 Park Avenue
New York, NY 10169
Tel: (212) 905-3628
Fax: (212) 682-6104
*Proposed Co-Counsel for the Official Committee of
Talc Claimants*

MASSEY & GAIL LLP

Jonathan S. Massey, Esq.
Rachel S. Morse, Esq.
jmassey@masseygail.com
rmorse@masseygail.com
1000 Maine Ave. SW, Suite 450
Washington, DC 20024
Tel: (202) 652-4511
Fax: (312) 379-0467
*Proposed Special Counsel for the Official
Committee of Talc Claimants*

In re:

LTL MANAGEMENT LLC,¹

Debtor.

Chapter 11

Case No.: 23-12825 (MBK)

Honorable Michael B. Kaplan

¹ The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

**THE OFFICIAL COMMITTEE OF TALC CLAIMANTS’
MOTION TO COMPEL UNREDACTED DOCUMENTS**

The Official Committee of Talc Claimants (the “TCC”), by and through its proposed undersigned counsel, hereby moves, on an expedited basis, pursuant to Rules 26, 34, and 37 of the Federal Rules of Civil Procedure, made applicable to these proceedings by Rules 7034 and 9014 of the Federal Rules of Bankruptcy Procedure, for the entry of an order compelling LTL Management LLC (“LTL”) to produce unredacted copies of documents produced by LTL to date in these proceedings (the “Motion”). In support hereof, the TCC respectfully states as follows:

1. LTL has produced a number of highly relevant documents in this case in redacted form—specifically, (i) presentations to the LTL board, and (ii) lists of claimants attached as exhibits to Plan Support Agreements. There is no apparent basis for those redactions. And LTL has offered none.

2. Redactions for relevance are not permitted. *See, e.g., General Motors LLC v. Ashton*, 2023 WL 1765711, at *3 (D.N.J. Feb. 3, 2023) (unilateral redactions on relevance grounds improper). In the attorney-client privilege context, the “disclosure rule . . . prevents clients from engaging in strategic selective disclosure.” *In re Teleglobe Communications Corp.*, 493 F.3d 345, 361 (3d Cir. 2007) (“When one party takes advantage of another by selectively disclosing otherwise privileged communications, courts broaden the waiver as necessary to eliminate the advantage.”). Yet that appears to be precisely what LTL is trying to do.

3. For example, an April 2, 2023 presentation to the LTL board has redactions on slides covering “REVIEW OF SUPPORTED PLAN TERMS” and “REVIEW OF FINANCIAL CONSIDERATIONS (cont’d).” Ex. A. But the proposed plan terms and financial considerations are relevant to, and have plainly been put at issue by LTL in, this case. In fact, the Term Sheet itself was marked as an exhibit, admitted into evidence, and discussed in open court by witnesses

and counsel just last month. 4/18/23 PI H'rng Tr. 85:25-86:13, 245:25-246:7, 314:15-20; 4/20/23 Tr. 4:13-21.

4. In a March 28, 2023 presentation to the LTL board, there are heavy redactions of slides covering “SUPPORTED PLAN TERMS (cont’d)”; “DUTIES OF LTL MANAGERS”; “PROTECTIONS FOR LTL MANAGERS”; “CONSIDERATIONS REGARDING FILING IN NEW JERSEY”; “POTENTIAL MODIFICATIONS TO EXISTING FUNDING ARRANGEMENTS” with a subheading “Third Circuit Opinion”; “DISCUSSION – POTENTIAL NEW CHAPTER 11 CASE FOLLOWING EXECUTION OF PLAN SUPPORT AGREEMENTS AND MODIFICATION OF FUNDING ARRANGEMENTS”; and “FINANCIAL CONSIDERATIONS – LTL AND HOLDCO LIABILITIES.” Ex. B. Again, those issues have been put at issue and are relevant to this case. In addition, for example, the first slide of “SUPPORTED PLAN TERMS” is unredacted and includes the “\$8.9B present value” information and the payment date and information, but the very next slide—with the heading “SUPPORTED PLAN TERMS (cont’d)” —is redacted in its entirety. Such “strategic selective disclosure” is exactly the kind of selective disclosure that is impermissible.

5. Claimant lists that were attached to PSAs have been redacted so that only the first names of the claimants appear. Those lists and the number of claimants they contain also plainly have been put at issue, but the redactions do not permit for basic verification or de-duplication of the claimants on the lists. The same is true of the 2019 filed by the Ad Hoc Committee, which also apparently seeks to prevent verification and de-duplication.

6. The following chart identifies all of the documents that LTL has redacted in these proceedings. For the same reasons discussed above, the TCC moves to compel production of all of these documents in unredacted form.

Bates Range	Description	Redactions
LTLMGMT-00000233- 00000259	Presentation to LTL Board 3/28/23	LTMGMT-000238- Supported Plan Terms LTLMGMT-00000240-41- Duties of and Protections for LTL Managers LTLMGMT-00000244- 245- Considerations regarding filing in NJ LTLMGMT-000002449- 251- Discussion of new Ch. 11 case after execution of PSAs LTLMGMT-000002457- LTL and Holdco Liabilities
LTLMGMT-00000260-00000271	Presentation to LTL Board 4/2/23- Draft of 4/1/2023	LTLMGMT-00000263- Review of Supported plan terms LTLMGMT-00000269- Review of financial considerations
LTLMGMT-00002641- 00002667	Presentation to LTL Board 3/28/23	LTLMGMT-00002647- Support of FCR LTLMGMT-00000248-49- Duties of and Protections for LTL Managers LTLMGMT-00002652- Considerations regarding filing in NJ LTLMGMT-00002653- potential modifications to funding agreement LTLMGMT-00002657- 59- Discussion of new Ch. 11 case after execution of PSAs LTLMGMT-00002665- Financial Considerations of LTL and Holdco Liabilities
LTLMGMT-00002668- 00002679	Presentation to LTL Board 4/2/23	LTLMGMT-00002677- Review of financial considerations
LTLMGMT-00002785-00003370	OnderLaw PSA	LTLMGMT-00002800-Claim information
LTLMGMT-00003371- 00003443	Johnson Law Firm PSA	LTLMGMT-00003386- Claim information
LTLMGMT-00003444- 00003461	Ferrer Poirot &	LTLMGMT-00003459- Claim information

Bates Range	Description	Redactions
	Wansbrough PSA	
LTLMGMT- 00003462-00003479	Liakos Law PSA	LTLMGMT-00003477- Claim information
LTLMGMT- 00003480-00003497	Linville Law PSA	LTLMGMT-00003495- Claim information
LTLMGMT- 00003498- 00003646	Illegible [Nachawati] PSA	LTLMGMT-00003513- Claim information
LTLMGMT- 00003647- 00003684	McDonald Worley PC PSA	LTLMGMT-00003662- Claim information
LTLMGMT- 00003685- 00003881	Pulaski Kherkher, PLLC PSA	LTLMGMT-00003700- Claim information
LTLMGMT- 00003882- 00003920	Slater Slater Schulman LLP PSA	LTLMGMT-00003897- Claim information
LTLMGMT- 00003921- 00003958	Rueb Stoller Daniel, LLP PSA	LTLMGMT-00003936-Claim information
LTLMGMT- 00003959- 00004004	Trammel PC PSA	LTLMGMT-00003974- Claim information
LTLMGMT- 00004005- 00004024	Wisner Baum LLP	LTLMGMT-00004020- Claim information
LTLMGMT- 00004025- 00004955	Watts Guerra LLC PSA	LTLMGMT-00004040- Claim information
LTLMGMT- 00004956- 00004978	Andres Pereira Firm PSA	LTLMGMT-00004971- Claim information

7. The TCC respectfully requests that the Court grant the Motion and order the production of unredacted copies of all documents that have been produced in these proceedings with redactions, and grant such other and further relief as is just and equitable under the circumstances.

Dated: May 13, 2023

GENOVA BURNS LLC

By: /s/ Donald W. Clarke

Donald W. Clarke, Esq.
110 Allen Rd., Suite 304
Basking Ridge, NJ 07920
Tel: (973) 230-2095
Fax: (973) 533-1112
Email: DClarke@genovaburns.com

*Proposed Local Counsel for the Official
Committee of Talc Claimants*